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SEC 1972 Potential persons who are to respond to the collection of information contained (6/99) in this form are not required to respond unless the form displays a currently valid OMB control number.

### **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0076

Expires: May 31, 2002 Estimated average burden

PROCESSED response...1

## FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

JUN 19	2002		
•	SEC	USE ON	ILY
THOMS: FINANC	ONefix AL		Serial
	DATE	RECEI	VED

Name of Offering (check if this is an amendment and name has changed, and indicate change.) SCI Asia LLC Member Interests
Filing Under (Check box(es) that [ ] Rule 504 [ ] Rule 505 [X] Rule 506 [ ] Section 4(6) [ ] ULOE apply):
Type of Filing: [X] New Filing [ ] Amendment
A. BASIC IDENTIFICATION DATA
Enter the information requested about the issuer
Name of Issuer (check if this is an amendment and name has changed, and indiciate change.) SCI Asia LLC
Address of Executive Offices (Number and Street, City, State, Zip Code) 7871 Lithopolis Road NW, Carroll, Ohio 43112 Telephone Number (Including Area Code)

(614) 834-0349

## A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
  - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[ ] Promoter [	] Beneficial Owner	[X]	Executive Officer	[X]	Director [		General and/o Managing Partner
Full Name (Last nam	ne first, if individua	al) Baird, Hamis	sh					
Business or Resider c/o Remingt	nce Address (Num on-Davis, 1225 D				)			
Check Box(es) that Apply:	[ ] Promoter [	] Beneficial Owner	[X]	Executive Officer	[X]	Director [	[ ]	General and/o Managing Partner
Full Name (Last nam	ne first, if individua	al) Schlegel, Ro	bert					
Business or Resider 7871 Lithop	nce Address (Num olis Road NW, Ca			State, Zip Code	)			
Check Box(es) that Apply:	[ ] Promoter [	] Beneficial Owner	[]	Executive Officer	[X]	Director [	]	General and/o Managing Partner
Full Name (Last nam	ne first, if individua	al) Craig, Garry	/ R.					
Business or Resider 4130 Arctic	nce Address (Num Spring Ave. #2, La			State, Zip Code	)			
Check Box(es) that Apply:	[ ] Promoter [	] Beneficial Owner	[]	Executive Officer	[X]	Director [	[]	General and/o Managing Partner
Full Name (Last nam	ne first, if individua	al) Hitchcock, F	Richa	ard L.				
Business or Resider	nce Address (Num Systems Inc., 150					12		

person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full N	ame (La	st name	first, if i	ndividua	al)							
Busine	ess or R	esidenc	e Addre	ss (Num	ber and	Street, 0	City, State	e, Zip Co	ode)			
Name	of Asso	ciated B	roker or	Dealer								
States	in Whic	h Perso	n Listed	Has Sc	olicited or	Intends	to Solici	t Purcha	sers			
(Chec	k "All !	States"	or chec	k indiv	idual Sta	ates)	• • • • • • • • • • • • • • • • • • • •	•		[	] All St	ates
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[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full N	ame (La	st name	first, if i	ndividua	al)							
Busine	ess or R	esidenc	e Addre:	ss (Num	ber and	Street, C	City, State	e, Zip Co	de)			
Name	of Asso	ciated B	roker or	Dealer				•				
					11 - 141		4-0-0-	4 D				
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)												
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
Transfer Agent's Fees	[]\$_	
Printing and Engraving Costs	[]\$_	
Legal Fees	[X] \$ <u>5</u>	,000.00
Accounting Fees	[]\$_	
Engineering Fees	. []\$_	
Sales Commissions (specify finders' fees separately)	[]\$	
Other Expenses (identify)		
Total		,000.00
<ul> <li>* This figure does not reflect consideration for limited liability company member units in the form of intellectual property rights granted to the Company unicense agreement.</li> <li>5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.</li> </ul>	ship nder a	2,000.00*
	Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees	[] \$	
Purchase of real estate		[] \$
T droiteos of roar ostato	[] \$	
Purchase, rental or leasing and installation of machinery and equipment		\$ []
Purchase, rental or leasing and installation of machinery	\$ []	\$ [] \$
Purchase, rental or leasing and installation of machinery and equipment	\$	\$ [] \$ [] \$ [] \$
Purchase, rental or leasing and installation of machinery and equipment	\$	\$ [] \$ [] \$ [] \$
Purchase, rental or leasing and installation of machinery and equipment	\$	\$ [] \$ [] \$ [] \$
Purchase, rental or leasing and installation of machinery and equipment  Construction or leasing of plant buildings and facilities  Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)  Repayment of indebtedness	\$	\$ \$ [] \$ \$ [] \$ [] \$ [X]

	\$	\$
Column Totals	[] \$	[X] \$52,000.00*
Total Payments Listed (column totals added)	IX	1 \$52,000.00*

<sup>\*</sup> This figure does not reflect consideration for limited liability company membership units in the form of intellectual property rights granted to the Company under a license agreement.

#### D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type)	Signature	Date
SCI Asia LLC	Robins Schlead	May 14, 2002
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Robert Schlegel	Chairman	

ATTENTION
Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18
U.S.C. 1001.)